

**UNITED STATES BANKRUPTCY COURT
THE SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 11
: :
MOTORS LIQUIDATION COMPANY, : Case No. 09-50026 (REG)
: :
Debtors : Jointly Administered
: :
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**NOTICE OF WITHDRAWAL OF OBJECTION OF GETRAG TRANSMISSION
CORPORATION TO ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY
CONTRACTS AND CURE AMOUNTS RELATED THERETO**

Getrag Transmission Corporation (“GTC”), by and through its attorneys, Foley & Lardner LLP, submits this withdrawal of objection to the Debtors’ assumption and assignment of certain executory contracts and proposed cure amounts related thereto. GTC states as follows:

1. On June 12, 2009, GTC received that certain Notice of (I) Debtors’ Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Real Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Amounts Related Thereto dated June 5, 2009 (the “Assumption and Assignment Notice”), in which the Debtors designated certain agreements between GTC and the Debtors to be assumed and assigned to the purchaser of the Debtors’ assets in these chapter 11 proceedings.

2. On June 15, 2009, GTC filed the Objection of Getrag Transmission Corporation to Assumption and Assignment of Certain Executory Contracts and Cure Amounts Related Thereto [Docket No. 1437] (the “Objection”)

3. After investigation, it has become apparent to GTC that the Assumption and Assignment Notice was issued to GTC in error: there do not appear to be any outstanding purchase orders between the Debtors and GTC; the Debtors do not wish to assume and assign

any purchase orders between themselves and GTC; and there do not appear to be any cure amounts owing to GTC.

4. Accordingly, GTC hereby withdraws the Objection.

Dated: August 13, 2009

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